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Via ECF

Honorable Gabriel W. Gorenstein
United States District Court
Southern District of New York
500 Pearl Street, Room 6B
New York, NY 10007

Re: *Northwest Biotherapeutics Inc. v. Canaccord, et al.*, No. 1:22-cv-10185 GHW-GWG
Our File No.: 8836-1

Dear Magistrate Judge Gorenstein,

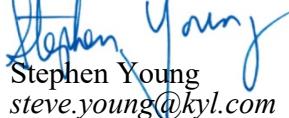
We represent Defendant Lime Trading (“Lime”) and write pursuant to the Court’s December 20, 2022 Order and Rule 2(A) of Your Honor’s Individual Practices to request leave to move to dismiss the Complaint (“Compl.”). Plaintiff’s counsel has confirmed that Plaintiff will oppose the anticipated motion.

Lime agrees with and adopts the arguments raised in Defendant Citadel Securities LLC’s (“Citadel”) letter on behalf of all Defendants, and respectfully requests leave to move to dismiss pursuant to Rules 9(b) and 12(b)(6) of the Federal Rules of Civil Procedure and the Private Securities Litigation Reform Act of 1995 (“PSLRA”).

Lime believes that *all* Defendants have a strong basis for dismissal based on the points raised in Citadel’s letter. In addition to the arguments asserted therein, Lime wishes to highlight the fact that despite the allegations in the Complaint, Lime is not a market-maker; it is an agency only broker-dealer. Lime does not trade for its own account and did not purchase or sell Northwest Biotherapeutic shares for its own account. Lime executes unsolicited orders electronically received from its customers and charges them a commission for executed trades. Since it had no financial incentive to engage in spoofing, there can be no inference of motive on the part of Lime sufficient to support a finding of scienter as is required for a violation of Sections 9(a) and 10(b) of the Securities Exchange Act of 1934. *ATSI Communications, Inc. v. Shaar Fund, Ltd.*, 493 F.3d 87, 101 (2d Cir. 2007); *Cohen v. Stevanovich*, 722 F. Supp. 2d 416, 424 (S.D.N.Y. 2010).

For these reasons, in addition to those set forth in Citadel’s letter and others that Lime intends to set forth in its anticipated motion to dismiss, the Complaint fails to state a claim. Lime respectfully proposes that it file its motion to dismiss within 45 days of the Court’s decision regarding whether Lime is permitted to move to dismiss; Plaintiff file its opposition, if any, 45 days thereafter; and Lime file its reply, if any, within 30 days of Plaintiff’s opposition.

Very truly yours,



Stephen Young
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